

Monthly Financial Report**Case No.** 10-10209**Debtor:** QL2 Software, Inc.**Report Mo/Yr** Jan 12-31, 2010**UST-10 - COVER SHEET**

Form	Report	Yes	No	Notes
	Debtor's Certification	X		See PDF
UST-12	Balance Sheet	X		
UST-13A	Income Statement	X		
UST-13B	Income Statement to Budget	X		
UST-14A	Cash Receipts & Disbursements Summary	X		
UST-14B	Cash Receipts & Disbursements Continuation Sheet	X		
UST-14C	Bank statement - Wells Fargo	X		See PDF
UST-14D	Bank statement - Barclays	X		See PDF
UST-15A	Aged Receivables Summary	X		
UST-15B	Aged Receivables Detail	X		
UST-16A	Statement of Post-Petition Payables - Part A - Taxes	X		
UST-16B	Statement of Post-Petition Payables - Part B - Other Payables	X		
UST-16C	Statement of Post-Petition Payables - Part C - Estimated Professional Fees	X		
UST-17	Other Information	X		

Contact Information:

Name Peter Sullivan, Denali Financial Consulting
Telephone 206.300.0597
Email peters@denalifc.com

At month end, was debtor delinquent on any post-petition tax obligation? No

TOTAL DISBURSEMENTS this period from all sources were: \$464,549

DEBTOR'S CERTIFICATION

INSTRUCTIONS: The debtor, or trustee, if appointed, must answer questions 1 and 2 and sign this financial report where indicated below. Only an officer or director has authority to sign a financial report for a corporate debtor and only a general partner has authority to sign a financial report for a partnership debtor. Debtor's counsel may not sign a financial report for the debtor.

Question 1 At month end, was the debtor delinquent on any post-petition tax obligation?

Yes ☐ No ☐
If yes, list each delinquent post-petition tax obligation on page 9.

Question 2 For purposes of calculating the debtor's obligation under 28 U.S.C. 1130(a)(6) to pay a quarterly fee to the United States Trustee, **TOTAL DISBURSEMENTS** this month from all sources were:

Complete page 6 to calculate **TOTAL DISBURSEMENTS** and enter the total here.

\$

I certify under penalty of perjury that other information contained in this monthly financial report is complete, true, and accurate to the best of my knowledge, information, and belief.

Debtor's
signature

Date

Monthly Financial Reports

(due on the 15th of the subsequent month)

Original Place of Filing:

Seattle, WA ☒

Tacoma, WA ☐

File the original with the court:

File the original with the court:

United States Bankruptcy Court
United States Courthouse
700 Stewart Street, Suite 6103
Seattle, WA 98101

United States Bankruptcy Court
1717 Pacific Avenue, Suite 2300
Tacoma, WA 98402

AND serve a copy on each of the following:

- ☒ Each member of any committees elected or appointed pursuant to the Bankruptcy Code, and to their authorized agents.
- ☒ Debtor's counsel

NOTE: If the report is electronically filed with the Court, the United States Trustee will be served automatically. There is no need to serve an additional copy on the United States Trustee.

Monthly Financial Report

Case No.

Debtor:

Report Mo/Yr

10-10209

QL2 Software, Inc.

Jan 12-31, 2010

UST-12 - BALANCE SHEET

1/31/2010

	<u>Total</u>
ASSETS	
Current Assets	
Bank Accounts	
Bank Accounts	
101 Wells Fargo Operating	(16,831)
103 Market Rate Savings	6
105 Barclays	(3,135)
107 QL2 India	43,472
110 Merrill Lynch	2,716
Total Bank Accounts	<u>26,227</u>
Total Bank Accounts	<u>26,227</u>
Accounts Receivable	
A/R	
120 Trade Receivables	1,965,265
499 Allowance for Bad Debt	(30,000)
Total A/R	<u>1,935,265</u>
Total Accounts Receivable	<u>1,935,265</u>
Other Current Assets	
Other Current Assets	
122 Prepaid Travel Credits	68,425
123 Prepaid India Expansion	47,639
124 Prepaid Other	69,030
127 Prepaid Product Costs	379,168
Total Other Current Assets	<u>564,261</u>
Total Current Assets	<u>2,525,754</u>
Fixed Assets	
Fixed Assets	
171 US Leasehold improvements	41,276
173 India Leasehold improvements	4,587
178 Capitalized Leased Equipment	755,722
179 Accumulated Depreciation	(383,333)
Total Fixed Assets	<u>418,252</u>
Total Fixed Assets	<u>418,252</u>
Other Assets	
Intangible Assets	
181 Intangible Assets - Other	152,338
189 Accumulated Amortization	(106,626)
Total Intangible Assets	<u>45,711</u>
Other Assets	
190 Prepaids Other	809
191 Rent Deposit	2,600
Total Other Assets	<u>3,409</u>
Total Other Assets	<u>49,121</u>
TOTAL ASSETS	<u><u>2,993,127</u></u>
LIABILITIES AND EQUITY	
Liabilities	
Current Liabilities	
Accounts Payable	
Pre-Petition	971,446

UST-12

	Total
Post-Petition	<u>677,239</u>
Total A/P	<u>1,648,685</u>
Total Accounts Payable	<u>1,648,685</u>
Credit Cards	
Credit Cards	0
201 Amex Plum Cards	(259)
202 Dell Credit	<u>20,007</u>
Total Credit Cards	<u>19,748</u>
Other Current Liabilities	
Accruals	
210 Accrued Expenses	63,788
220 QL2 US Accrued Commissions	30,074
2200 Sales Tax Pay	12,000
240 Accrued Payroll	5,072
246 Deferred rent	<u>220,955</u>
Total Accruals	<u>331,889</u>
Deferred Revenue	
260 Deferred Revenue	4,575,614
271 Equipment Leases	369,091
275 Customer Deposit	<u>50,000</u>
Total Other Current Liabilities	<u>5,326,594</u>
Total Current Liabilities	<u>6,995,027</u>
Total Liabilities	<u>6,995,027</u>
Equity	
Retained Earnings	(3,682,472)
Retained Earnings - Bal Forward	(778,055)
Stock	
300 APIC	27,633
302 Preferred Stock	<u>400,000</u>
Total Stock	<u>427,633</u>
Net Income	<u>30,994</u>
Total Equity	<u>(4,001,900)</u>
TOTAL LIABILITIES AND EQUITY	<u><u>2,993,127</u></u>

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Monthly Financial Report

Case No.

Debtor:

Report Mo/Yr

10-10209

QL2 Software, Inc.

Jan 12-31, 2010

UST-13A INCOME STATEMENT

For the Month Ended 1/31/10

	<u>Total</u>
Income	
Revenue - Enterprise Sales	
400 WebQL - Enterprise Licenses	960,607
Total Revenue - Enterprise Sales	<u>960,607</u>
Total Income	<u>960,607</u>
Cost of Goods Sold	
COGS	
504 Data Costs	390
505 Colocation	52,923
509 Partner Licensing	4,123
510 Direct Product Costs	93,958
520 Training Expense	90
599 Fx	(354)
Total COGS	<u>151,130</u>
Total Cost of Goods Sold	<u>151,130</u>
Gross Profit	<u>809,477</u>
Expenses	
Commissions	
604 Commissions	19,304
Total Commissions	<u>19,304</u>
Consulting	
670 Consulting	91,935
673 Legal Fees	22,422
676 Legal Settlement Fees	5,970
Total Consulting	<u>120,327</u>
Employee-Related Expenses	
600 Salaries	359,064
620 FICA & Medicare	28,653
621 Unemployment	13,518
622 L&I - Workers Comp	2,138
623 ARRA Cobra Subsidy	5,072
630 Employee Benefits	18,753
631 Employee Transportation	5,534
632 Payroll Service	1,003
643 Lunchroom	894
Total Employee-Related Expenses	<u>434,627</u>
Equipment & Software Expenses	
805 Computer Equipment	32
812 Software	6,479
Total Equipment & Software Expenses	<u>6,511</u>
Occupancy Expenses	
850 Rent	49,429
851 Telephone	6,310
853 Internet Bandwidth	704
Total Occupancy Expenses	<u>56,443</u>
Office & Admin Expenses	
763 Cell phones	791
810 Office Supplies	845

UST-13A

	<u>Total</u>
813 Copying and Printing	637
814 Postage and Delivery	591
816 Dues and Subscriptions	287
830 Bank Service Charges	340
831 Finance Charges	1,726
832 Taxes and Licenses	6,819
834 Business Insurance	11,023
849 Miscellaneous	249
Total Office & Admin Expenses	<u>23,308</u>
Out-of-town Business Travel	
750 Airfare	306
751 Lodging	946
752 Meals & Entertainment	1,216
753 Other Travel	1,254
760 Travel Meetings & Conferences	105
791 Mileage	24
Total Out-of-town Business Travel	<u>3,851</u>
QL2 Europe Ltd.	
720 UK Salaries	12,365
721 UK Commissions	4,068
722 UK Benefits	4,192
723 UK Rent	2,391
Total QL2 Europe Ltd.	<u>23,016</u>
QL2 India	
780 India Salaries	51,800
782 India Benefits	4,800
783 India Rent	1,500
786 India Administration	5,100
Total QL2 India	<u>63,200</u>
Sales and Marketing	
704 Marketing Other	680
711 Tradeshow Travel	335
712 Tradeshow Meals & Entertainment	166
Total Sales and Marketing	<u>1,181</u>
Total Expenses	<u>751,767</u>
Net Operating Income	<u>57,710</u>
Other Expenses	
Depreciation & Amortization	
900 Depreciation	22,093
Total Depreciation & Amortization	<u>22,093</u>
Interest Expense	
920 Interest Expense	4,623
Total Interest Expense	<u>4,623</u>
Total Other Expenses	<u>26,716</u>
Net Other Income	<u>(26,716)</u>
Net Income	<u><u>30,994</u></u>

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UST-13A

Monthly Financial Report
Case No.
10-10209
Debtor:
QL2 Software, Inc.
Report Mo/Yr
Jan 12-31, 2010
UST-13B - INCOME STATEMENT TO BUDGET
For the Month Ended 1/31/10

	Budget	Actual	Variance		
			\$	%	
Revenue					
Revenue	1,116,560	960,607	(155,952)	(14.0%)	
Cost of Revenue:					
Product Cost	94,000	93,958	(42)	(0.0%)	
Colocation Cost	38,000	52,923	14,923	39.3%	
Network	2,500		(2,500)		
Equipment	25,000		(25,000)		
Service Agreements/Other	4,000	4,249	249	6.2%	
Total Cost of Revenue	163,500	151,130	(12,370)	(7.6%)	
Gross Profit	953,060	809,477	(143,582)	(15.1%)	
Gross Margin	85%	84%	92%		
Operating Expense					
Sales and Marketing:					
Salaries	109,313	107,068	(2,245)	(2.1%)	
Marketing	10,667	1,181	(9,486)	(88.9%)	
Travel	9,000	1,932	(7,068)	(78.5%)	
Capital Expenditures (CAPEX)	5,000	0	(5,000)	(100.0%)	
Commissions	20,000	19,304	(696)	(3.5%)	
Consulting/Contractor	0	25,000	25,000		
Total Sales and Marketing	153,980	154,485	505	0.3%	
Product Engineering & IT:					
Salaries	246,163	245,901	(262)	(0.1%)	
Travel	6,000	1,919	(4,081)	(68.0%)	
Capital Expenditures (CAPEX)	23,250	6,511	(16,739)	(72.0%)	
Consulting/Contractor	10,000	54,625	44,625	446.3%	
Total Product Engineering & IT	285,413	308,956	23,543	8.2%	
General and Administrative:					
Salaries	70,090	81,658	11,568	16.5%	
Facilities	48,000	49,429	1,429	3.0%	
Depreciation	8,000	22,093	14,093	176.2%	
Travel	4,500	0	(4,500)	(100.0%)	
Phone	8,500	7,014	(1,486)	(17.5%)	
Capital Expenditures (CAPEX)	4,000	0	(4,000)	(100.0%)	
Supplies/Office & Administration	4,000	27,931	23,931	598.3%	
Consulting/Contractor	0	12,310	12,310		
Total General and Administrative	147,090	200,435	53,345	36.3%	
International:					
India (Salary, Facilities, Other)	80,000	63,200	(16,800)	(21.0%)	
UK (Salary, Facilities, Other)	37,500	23,016	(14,484)	(38.6%)	
Total International	117,500	86,216	(31,284)	(26.6%)	
Re-organization Payments	65,000	28,392	(36,608)	(56.3%)	
Total Operating Expense	768,983	778,483	9,501	1.2%	
EBITDA	184,077	30,994	(153,083)	(83.2%)	
Beginning cash	[a]	33,071	13,023	(20,048)	(60.6%)
Cash receipts from operations	[b]	868,169	477,754	(390,416)	(45.0%)
Cash disbursements from operations		(867,483)			
Disbursements (unnecessary)		262,621			
Total disbursements	[c]	(604,862)	(464,549)	140,313	(23.2%)
Re-organization Payments	[d]	0			
Ending cash	[a-d]	296,379	26,227	(270,151)	(91.2%)

[a] Cash balance beginning-of-month. January balance is as of 1.12.10.

[b] Monthly cash receipts from operations

[c] Monthly cash disbursements. January includes only necessary cash disbursements for period 1.12.10 to 1.29.10 as listed in attached "AP" worksheet.

[d] Re-organization payments to creditors

[a] Cash balance end-of-month; sum of [a] through [d]

UST-13B

Monthly Financial Report

Case No. 10-10209

Debtor: QL2 Software, Inc.

Report Mo/Yr Jan 12-31, 2010

UST-14A - CASH RECEIPTS & DISBURSEMENTS SUMMARY

TOTAL RECEIPTS	\$477,753.60	see UST-14B continuation sheet
DISBURSEMENTS:		
Disbursements from continuation sheet	(\$464,548.82)	see UST-14B continuation sheet
Disbursements from asset sales	\$0.00	
TOTAL DISBURSEMENTS	<u>(\$464,548.82)</u>	
NET CASH FLOW	<u>\$13,204.78</u>	

At month-end, did debtor have any delinquent statutory fees owing to the United States Trustee? NO

Payments on Pre-Petition Unsecured Debt (requires court approval)

Did the debtor, or another party on behalf of the debtor, make any payments during this reporting month on pre-petition unsecured debt? YES, see UST-14B

Payments to Attorneys and Other Professionals (requires court approval)

Did the debtor, or another party on behalf of the debtor, make any payments during this reporting period to a professional such as an attorney, accountant, realtor, appraiser, auctioneer, business consultant, or other professional person? YES, see below

See details of following payments in UST-14B:

1/20/10 payment to Mark Rostron

1/29/10 payment to Karr, Tuttle, Campbell

Payments to an Officer, Director, Partner, or Other Insider of the Debtor

Did the debtor, or another party on behalf of the debtor, make any payments during this reporting month to an officer, director, partner, or other insider of the debtor? YES, see below

See details of following payments in UST-14B:

1/15/10 payroll payments to Aldrich (director/officer), Milburn (officer) and Campbell (officer)

1/29/10 payroll payments to Aldrich (director/officer), Milburn (officer) and Campbell (officer)

Monthly Financial Report

Case No.

10-10209

Debtor:

QL2 Software, Inc.

Report Mo/Yr

Jan 12-31, 2010

UST - 14B - CASH RECEIPTS AND DISBURSEMENTS Continuation Sheet

Purpose of Account				Summary					
General operating account & payroll (see monthly bank statement attached)				101 Bank Accounts:Wells Fargo Operating					
				disbursement		(\$464,548.82)			
				deposit		\$477,753.60			
				transfer		(\$44,460.00)			
UK operating account (see monthly bank statement attached)				105 Bank Accounts:Barclays					
				disbursement		\$0.00			
				deposit		\$0.00			
				transfer		\$19,460.00			
India operating account				107 Bank Accounts:QL2 India					
				disbursement		\$0.00			
				deposit		\$0.00			
				transfer		\$25,000.00			
Net Cash Flow						<u>\$13,204.78</u>			

Date	Type	Num	Name	Memo/Description	Bank Account	Type	Amount	Pre-Petition Payment & Nature	Date of court approval
1/12/10	Payment		Ryan Air		101 Bank Accounts:	deposit	5,000.00		
1/12/10	General Journal	221		Smith Travel Partner Revenue - Wire Received	101 Bank Accounts:	deposit	13,450.00		
1/13/10	General Journal	304		Wells Fargo BankCard Fees	101 Bank Accounts:	disbursement	(95.33)		
1/13/10	Payment	2545	Porter Airlines		101 Bank Accounts:	deposit	1,334.00		
1/13/10	Payment		WizzAir		101 Bank Accounts:	deposit	4,000.00		
1/14/10	Payment		VLM Airlines N.V.		101 Bank Accounts:	deposit	3,500.00		
1/14/10	Payment		SNCF		101 Bank Accounts:	deposit	11,453.00		
1/14/10	Payment		Interjet		101 Bank Accounts:	deposit	39,900.00		
1/15/10	Bill Payment (Chec	5547	Mahesh Khanna		101 Bank Accounts:	disbursement	(10,950.00)	payroll	1/29/2010
1/15/10	Bill Payment (Chec	5500	Russell Aldrich	Debtor in Possession	101 Bank Accounts:	disbursement	(7,275.91)	payroll, officer/director	1/29/2010
1/15/10	Bill Payment (Chec	5532	Scott Milburn	Debtor in Possession	101 Bank Accounts:	disbursement	(5,295.12)	payroll, officer	1/29/2010
1/15/10	Bill Payment (Chec	5516	Rosemary Hausler	Debtor in Possession	101 Bank Accounts:	disbursement	(5,226.72)	payroll	1/29/2010
1/15/10	Bill Payment (Chec	5506	Kerri Bozeman	Debtor in Possession	101 Bank Accounts:	disbursement	(5,222.40)	payroll	1/29/2010
1/15/10	Bill Payment (Chec	5536	Sue Reed	Debtor in Possession	101 Bank Accounts:	disbursement	(4,283.18)	payroll	1/29/2010
1/15/10	Bill Payment (Chec	5510	Paul Campbell	Debtor in Possession	101 Bank Accounts:	disbursement	(4,233.53)	payroll, officer	1/29/2010
1/15/10	Bill Payment (Chec	5515	Mark Ghazal	Debtor in Possession	101 Bank Accounts:	disbursement	(4,230.04)	payroll	1/29/2010
1/15/10	Bill Payment (Chec	5509	Joshua Burgin	Debtor in Possession	101 Bank Accounts:	disbursement	(3,830.90)	payroll	1/29/2010
1/15/10	Bill Payment (Chec	5519	David Jantzen	Debtor in Possession	101 Bank Accounts:	disbursement	(3,629.74)	payroll	1/29/2010
1/15/10	Bill Payment (Chec	5541	Dale Smith	Debtor in Possession	101 Bank Accounts:	disbursement	(3,541.05)	payroll	1/29/2010
1/15/10	Bill Payment (Chec	5529	James McCabe	Debtor in Possession	101 Bank Accounts:	disbursement	(3,223.72)	payroll	1/29/2010
1/15/10	Bill Payment (Chec	5530	David McFeely	Debtor in Possession	101 Bank Accounts:	disbursement	(3,208.44)	payroll	1/29/2010
1/15/10	Bill Payment (Chec	5533	John Neely	Debtor in Possession	101 Bank Accounts:	disbursement	(3,156.25)	payroll	1/29/2010
1/15/10	Bill Payment (Chec	5503	Lauren Bankston	Debtor in Possession	101 Bank Accounts:	disbursement	(2,946.45)	payroll	1/29/2010
1/15/10	Bill Payment (Chec	5520	Timothy Jones	Debtor in Possession	101 Bank Accounts:	disbursement	(2,916.83)	payroll	1/29/2010
1/15/10	Bill Payment (Chec	5523	Chris Klassen	Debtor in Possession	101 Bank Accounts:	disbursement	(2,889.85)	payroll	1/29/2010
1/15/10	Bill Payment (Chec	5539	Martin Saxer	Debtor in Possession	101 Bank Accounts:	disbursement	(2,849.14)	payroll	1/29/2010
1/15/10	Bill Payment (Chec	5537	Tom Safford	Debtor in Possession	101 Bank Accounts:	disbursement	(2,839.36)	payroll	1/29/2010
1/15/10	Bill Payment (Chec	5504	Jeffrey Bertrand	Debtor in Possession	101 Bank Accounts:	disbursement	(2,826.79)	payroll	1/29/2010
1/15/10	Bill Payment (Chec	5517	Justin Hill	Debtor in Possession	101 Bank Accounts:	disbursement	(2,811.07)	payroll	1/29/2010
1/15/10	Bill Payment (Chec	5524	Rand Knight	Debtor in Possession	101 Bank Accounts:	disbursement	(2,790.00)	payroll	1/29/2010
1/15/10	Bill Payment (Chec	5514	Derrick T. Elliott	Debtor in Possession	101 Bank Accounts:	disbursement	(2,627.72)	payroll	1/29/2010
1/15/10	Bill Payment (Chec	5545	Adam Williams	Debtor in Possession	101 Bank Accounts:	disbursement	(2,513.42)	payroll	1/29/2010
1/15/10	Bill Payment (Chec	5528	Leah Martz	Debtor in Possession	101 Bank Accounts:	disbursement	(2,512.47)	payroll	1/29/2010
1/15/10	Bill Payment (Chec	5526	Peter Latimer	Debtor in Possession	101 Bank Accounts:	disbursement	(2,487.36)	payroll	1/29/2010
1/15/10	Bill Payment (Chec	5508	Ari Brown	Debtor in Possession	101 Bank Accounts:	disbursement	(2,424.63)	payroll	1/29/2010
1/15/10	Bill Payment (Chec	5540	Lyudmila Shornal	Debtor in Possession	101 Bank Accounts:	disbursement	(2,392.26)	payroll	1/29/2010
1/15/10	Bill Payment (Chec	5507	Dale Bremer	Debtor in Possession	101 Bank Accounts:	disbursement	(2,377.65)	payroll	1/29/2010
1/15/10	Bill Payment (Chec	5544	Sean Thomassie	Debtor in Possession	101 Bank Accounts:	disbursement	(2,062.94)	payroll	1/29/2010

UST-14B

Date	Type	Num	Name	Memo/Description	Bank Account	Type	Amount	Pre-Petition Payment & Nature	Date of court approval
1/15/10	Bill Payment (Chec	5501	Trevor Anderson	Debtor in Possession	101 Bank Accounts:	disbursement	(2,057.70)	payroll	1/29/2010
1/15/10	Bill Payment (Chec	5535	Blake Pusztai	Debtor in Possession	101 Bank Accounts:	disbursement	(1,983.16)	payroll	1/29/2010
1/15/10	Bill Payment (Chec	5518	Jeff Jacobs	Debtor in Possession	101 Bank Accounts:	disbursement	(1,969.43)	payroll	1/29/2010
1/15/10	Bill Payment (Chec	5513	Nathan Doyle	Debtor in Possession	101 Bank Accounts:	disbursement	(1,929.94)	payroll	1/29/2010
1/15/10	Bill Payment (Chec	5546	Mia Zhao	Debtor in Possession	101 Bank Accounts:	disbursement	(1,914.37)	payroll	1/29/2010
1/15/10	Bill Payment (Chec	5527	Sinning Li	Debtor in Possession	101 Bank Accounts:	disbursement	(1,890.80)	payroll	1/29/2010
1/15/10	Bill Payment (Chec	5521	Dan Judd	Debtor in Possession	101 Bank Accounts:	disbursement	(1,872.09)	payroll	1/29/2010
1/15/10	Bill Payment (Chec	5502	Greg Baker	Debtor in Possession	101 Bank Accounts:	disbursement	(1,836.34)	payroll	1/29/2010
1/15/10	Bill Payment (Chec	5531	Tara Meyer	Debtor in Possession	101 Bank Accounts:	disbursement	(1,777.07)	payroll	1/29/2010
1/15/10	Bill Payment (Chec	5542	Angelique Stiglic	Debtor in Possession	101 Bank Accounts:	disbursement	(1,760.83)	payroll	1/29/2010
1/15/10	Bill Payment (Chec	5525	Seung Koh	Debtor in Possession	101 Bank Accounts:	disbursement	(1,744.93)	payroll	1/29/2010
1/15/10	Bill Payment (Chec	5538	Shayne Sandison	Debtor in Possession	101 Bank Accounts:	disbursement	(1,730.90)	payroll	1/29/2010
1/15/10	Bill Payment (Chec	5543	Eric Taylor	Debtor in Possession	101 Bank Accounts:	disbursement	(1,642.26)	payroll	1/29/2010
1/15/10	Bill Payment (Chec	5512	Christina Dechen	Debtor in Possession	101 Bank Accounts:	disbursement	(1,636.14)	payroll	1/29/2010
1/15/10	Bill Payment (Chec	5534	Sarah Porter	Debtor in Possession	101 Bank Accounts:	disbursement	(1,581.37)	payroll	1/29/2010
1/15/10	Bill Payment (Chec	5505	Scott Bishop	Debtor in Possession	101 Bank Accounts:	disbursement	(1,189.46)	payroll	1/29/2010
1/15/10	Bill Payment (Chec	5511	Jodi DeCamillo	Debtor in Possession	101 Bank Accounts:	disbursement	(1,187.35)	payroll	1/29/2010
1/15/10	General Journal	303		SurePayroll Monthly Fees	101 Bank Accounts:	disbursement	(16.95)	payroll	1/29/2010
1/15/10	Bill Payment (Chec	5522	Mahesh Khanna	Voided - Debtor in Possession	101 Bank Accounts:	disbursement	0.00		
1/15/10	Payment		Irish Continental Group		101 Bank Accounts:	deposit	10,607.00		
1/15/10	Payment		Europcar Asia Pacific		101 Bank Accounts:	deposit	11,812.50		
1/15/10	Deposit		Smith Travel		101 Bank Accounts:	deposit	21,276.48		
1/19/10	General Journal	296		Wire Transfer to ADP - 01.15.10 Payroll Taxes Due	101 Bank Accounts:	disbursement	(66,820.14)	payroll	1/29/2010
1/19/10	General Journal	297		Online Payment to Nationwide for 401k Contributions	101 Bank Accounts:	disbursement	(6,986.75)	employee 401k	1/29/2010
1/19/10	General Journal	295		FX Gain on Incoming Wire from CarDelMar 6880	101 Bank Accounts:	deposit	501.89		
1/19/10	Payment		Iceland Air		101 Bank Accounts:	deposit	5,000.00		
1/19/10	Payment		CarDelMar Ferienautovermietung GmbH		101 Bank Accounts:	deposit	6,227.00		
1/19/10	Payment	165760	A-Check America		101 Bank Accounts:	deposit	7,500.00		
1/19/10	Payment	5872	Oxlo Systems, Inc.	Invoice 6509FI	101 Bank Accounts:	deposit	7,500.00		
1/19/10	Payment	66788	KC Data Services		101 Bank Accounts:	deposit	60,000.00		
1/19/10	Payment	6011911	Carquest		101 Bank Accounts:	deposit	75,000.00		
1/20/10	General Journal	298		Wire Transfer to India Account	101 Bank Accounts:	transfer	(25,000.00)	Fund India operations	
1/20/10	General Journal	299		Wire Transfer to UK Account	101 Bank Accounts:	transfer	(19,460.00)	Fund UK operations	
1/20/10	Bill Payment (Chec	5549	Cascade Broadband, LLC		101 Bank Accounts:	disbursement	(19,370.00)	ISP services	1/29/2010
1/20/10	Bill Payment (Chec	5548	WAHIT	2230	101 Bank Accounts:	disbursement	(15,256.00)	employee benefits	1/29/2010
1/20/10	Bill Payment (Chec	5550	Intermap Network Services	1945419	101 Bank Accounts:	disbursement	(10,022.00)	co-location services	1/29/2010
1/20/10	Bill Payment (Chec	5551	Mark Roston		101 Bank Accounts:	disbursement	(7,580.00)	IT contractor	1/29/2010
1/20/10	General Journal	302		Wells Fargo Service Fees	101 Bank Accounts:	disbursement	(244.59)		
1/20/10	Payment		National Express Corp.	Invoice 6854AB	101 Bank Accounts:	deposit	13,030.22		
1/20/10	General Journal	299		Wire Transfer to UK Account	105 Bank Accounts:	transfer	19,460.00		
1/20/10	General Journal	298		Wire Transfer to India Account	107 Bank Accounts:	transfer	25,000.00		
1/21/10	General Journal	301		FlexPlan Auto Payment for Invoice #149372/39114677	101 Bank Accounts:	disbursement	(63.10)	payroll	1/29/2010
1/21/10	Payment		Opodo	Invoice 6884	101 Bank Accounts:	deposit	2,000.00		
1/21/10	Payment		US Airways Vacations		101 Bank Accounts:	deposit	15,000.00		
1/22/10	General Journal	300		ADP 01.15.10 Payroll Fees	101 Bank Accounts:	disbursement	(470.98)	payroll	1/29/2010
1/25/10	General Journal	307		Void Check 5168: Check lost in mail. New invoice pr	101 Bank Accounts:	deposit	810.00		
1/25/10	Payment	3298	OpenClose Solutions		101 Bank Accounts:	deposit	3,270.00		
1/25/10	Payment	300934	Target Corp.	Invoice 6458GL	101 Bank Accounts:	deposit	11,933.25		
1/26/10	Payment		Opodo	Invoice 6878	101 Bank Accounts:	deposit	10,000.00		
1/26/10	Payment		South African Airlines		101 Bank Accounts:	deposit	10,000.00		
1/26/10	Payment	356862	Mark Travel Corporation		101 Bank Accounts:	deposit	13,773.26		
1/26/10	Payment		GE Consumer & Industrial	Invoice 6877BD	101 Bank Accounts:	deposit	20,625.00		
1/27/10	General Journal	308		ADP Payroll Taxes - 01.31.10 Payroll	101 Bank Accounts:	disbursement	(53,150.68)	payroll	1/29/2010
1/27/10	Payment		Brit Air		101 Bank Accounts:	deposit	5,250.00		
1/28/10	Bill Payment (Chec	5554	Peter Latimer		101 Bank Accounts:	disbursement	(2,194.22)	payroll	1/29/2010
1/28/10	Bill Payment (Chec	5555	Greg Baker		101 Bank Accounts:	disbursement	(1,836.34)	payroll	1/29/2010
1/28/10	Bill Payment (Chec	5556	Christina Dechen		101 Bank Accounts:	disbursement	(1,636.14)	payroll	1/29/2010
1/28/10	General Journal	317		FLEX PLAN SERVIC PAYMENT QL2 CONTRIB 12/31	101 Bank Accounts:	disbursement	(1,216.90)	payroll	1/29/2010
1/28/10	Bill Payment (Chec	5553	Mahesh Khanna		101 Bank Accounts:	disbursement	(993.32)	payroll	1/29/2010
1/28/10	Check	5552	USPS	Postage	101 Bank Accounts:	disbursement	(171.20)		
1/28/10	General Journal	310		FX on incoming wire - SeaFrance 6757AX	101 Bank Accounts:	disbursement	(147.50)		
1/28/10	Payment		Tufton Oceanic Ltd	Invoice 6834BD	101 Bank Accounts:	deposit	4,250.00		

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Date	Type	Num	Name	Memo/Description	Bank Account	Type	Amount	Pre-Petition Payment & Nature	Date of court approval
1/28/10	Payment		SeaFrance	Invoice 6757AX	101 Bank Accounts:	deposit	7,050.00		
1/28/10	Payment	446100	Air Canada Vacations		101 Bank Accounts:	deposit	18,000.00		
1/29/10	Bill Payment (Chec	5602	Rocky Mountain Equipment Leasing, LLC		101 Bank Accounts:	disbursement	(7,300.00)	equipment lease	1/29/2010
1/29/10	Bill Payment (Chec	5600	Russell Aldrich		101 Bank Accounts:	disbursement	(7,275.93)	payroll, officer/director	1/29/2010
1/29/10	Check	5601	Karr, Tuttle, Campbell		101 Bank Accounts:	disbursement	(5,970.00)	escrow payment for secured creditor	1/29/2010
1/29/10	Bill Payment (Chec	5560	Scott Milburn		101 Bank Accounts:	disbursement	(5,295.14)	payroll, officer	1/29/2010
1/29/10	Bill Payment (Chec	5566	Rosemary Hausler		101 Bank Accounts:	disbursement	(5,226.71)	payroll	1/29/2010
1/29/10	Bill Payment (Chec	5570	Kerri Bozeman		101 Bank Accounts:	disbursement	(5,222.40)	payroll	1/29/2010
1/29/10	Bill Payment (Chec	5562	Susan Reed		101 Bank Accounts:	disbursement	(4,283.18)	payroll	1/29/2010
1/29/10	Bill Payment (Chec	5569	Paul Campbell		101 Bank Accounts:	disbursement	(4,233.53)	payroll, officer	1/29/2010
1/29/10	Bill Payment (Chec	5590	Mark Ghazal		101 Bank Accounts:	disbursement	(4,230.02)	payroll	1/29/2010
1/29/10	Bill Payment (Chec	5565	Joshua Burgin		101 Bank Accounts:	disbursement	(3,830.90)	payroll	1/29/2010
1/29/10	Bill Payment (Chec	5575	David Jantzen		101 Bank Accounts:	disbursement	(3,629.74)	payroll	1/29/2010
1/29/10	Bill Payment (Chec	5583	Dale Smith		101 Bank Accounts:	disbursement	(3,541.04)	payroll	1/29/2010
1/29/10	Bill Payment (Chec	5564	Jeffrey Bertrand		101 Bank Accounts:	disbursement	(3,320.55)	payroll	1/29/2010
1/29/10	Bill Payment (Chec	5579	James McCabe		101 Bank Accounts:	disbursement	(3,223.72)	payroll	1/29/2010
1/29/10	Bill Payment (Chec	5580	David McFeely		101 Bank Accounts:	disbursement	(3,208.43)	payroll	1/29/2010
1/29/10	Bill Payment (Chec	5591	John Neely		101 Bank Accounts:	disbursement	(3,156.25)	payroll	1/29/2010
1/29/10	Bill Payment (Chec	5563	Lyudmila Shornal		101 Bank Accounts:	disbursement	(3,126.85)	payroll	1/29/2010
1/29/10	Bill Payment (Chec	5568	Lauren Bankston		101 Bank Accounts:	disbursement	(2,946.45)	payroll	1/29/2010
1/29/10	Bill Payment (Chec	5576	Timothy Jones		101 Bank Accounts:	disbursement	(2,916.85)	payroll	1/29/2010
1/29/10	Bill Payment (Chec	5577	Chris Klassen		101 Bank Accounts:	disbursement	(2,889.85)	payroll	1/29/2010
1/29/10	Bill Payment (Chec	5582	Martin Saxer		101 Bank Accounts:	disbursement	(2,849.14)	payroll	1/29/2010
1/29/10	Bill Payment (Chec	5595	Tom Safford		101 Bank Accounts:	disbursement	(2,839.38)	payroll	1/29/2010
1/29/10	Bill Payment (Chec	5574	Justin Hill		101 Bank Accounts:	disbursement	(2,811.06)	payroll	1/29/2010
1/29/10	Bill Payment (Chec	5597	Rand Knight		101 Bank Accounts:	disbursement	(2,790.00)	payroll	1/29/2010
1/29/10	Bill Payment (Chec	5572	Derrick T. Elliott		101 Bank Accounts:	disbursement	(2,627.72)	payroll	1/29/2010
1/29/10	Bill Payment (Chec	5586	Adam Williams		101 Bank Accounts:	disbursement	(2,513.43)	payroll	1/29/2010
1/29/10	Bill Payment (Chec	5599	Leah Martz		101 Bank Accounts:	disbursement	(2,512.45)	payroll	1/29/2010
1/29/10	Bill Payment (Chec	5589	Ari Brown		101 Bank Accounts:	disbursement	(2,424.63)	payroll	1/29/2010
1/29/10	Bill Payment (Chec	5557	Dale Bremer		101 Bank Accounts:	disbursement	(2,377.64)	payroll	1/29/2010
1/29/10	Bill Payment (Chec	5585	Sean Thomassie		101 Bank Accounts:	disbursement	(2,062.93)	payroll	1/29/2010
1/29/10	Bill Payment (Chec	5587	Trevor Anderson		101 Bank Accounts:	disbursement	(2,057.71)	payroll	1/29/2010
1/29/10	Bill Payment (Chec	5592	Blake Pusztai		101 Bank Accounts:	disbursement	(1,983.17)	payroll	1/29/2010
1/29/10	Bill Payment (Chec	5573	Jeff Jacobs		101 Bank Accounts:	disbursement	(1,969.43)	payroll	1/29/2010
1/29/10	Bill Payment (Chec	5571	Nathan Doyle		101 Bank Accounts:	disbursement	(1,929.94)	payroll	1/29/2010
1/29/10	Bill Payment (Chec	5598	Mia Zhao		101 Bank Accounts:	disbursement	(1,914.37)	payroll	1/29/2010
1/29/10	Bill Payment (Chec	5596	Sinning Li		101 Bank Accounts:	disbursement	(1,890.81)	payroll	1/29/2010
1/29/10	Bill Payment (Chec	5594	Dan Judd		101 Bank Accounts:	disbursement	(1,872.09)	payroll	1/29/2010
1/29/10	Bill Payment (Chec	5567	Tara Meyer		101 Bank Accounts:	disbursement	(1,777.07)	payroll	1/29/2010
1/29/10	Bill Payment (Chec	5593	Angelique Stiglic		101 Bank Accounts:	disbursement	(1,760.83)	payroll	1/29/2010
1/29/10	Bill Payment (Chec	5578	Seung Koh		101 Bank Accounts:	disbursement	(1,744.94)	payroll	1/29/2010
1/29/10	Bill Payment (Chec	5581	Shayne Sandison		101 Bank Accounts:	disbursement	(1,730.90)	payroll	1/29/2010
1/29/10	Bill Payment (Chec	5584	Eric Taylor		101 Bank Accounts:	disbursement	(1,642.26)	payroll	1/29/2010
1/29/10	Bill Payment (Chec	5561	Sarah Porter		101 Bank Accounts:	disbursement	(1,581.36)	payroll	1/29/2010
1/29/10	Bill Payment (Chec	5588	Scott Bishop		101 Bank Accounts:	disbursement	(1,189.46)	payroll	1/29/2010
1/29/10	Bill Payment (Chec	5559	Jodi DeCamillo		101 Bank Accounts:	disbursement	(1,187.34)	payroll	1/29/2010
1/29/10	General Journal	316		ADP Payroll Fees	101 Bank Accounts:	disbursement	(150.00)	payroll	1/29/2010
1/29/10	Bill Payment (Chec	5558	Russell Aldrich	Voided	101 Bank Accounts:	disbursement	0.00		
1/29/10	Payment		Azul Linhas Aereas Brasileiras	6542FL	101 Bank Accounts:	deposit	6,000.00		
1/29/10	Payment	1733	Z Global	Invoice 6733BB	101 Bank Accounts:	deposit	9,700.00		
1/29/10	Payment		Jet2.Com Ltd.	Invoice 6590BB	101 Bank Accounts:	deposit	43,000.00		

UST-14B

Business Current Account Statement

BARCLAYS

Account name QL2 EUROPE LIMITED

Account number 8230 Sort Code 20-65-63

234 1 of 2 G60(FBA) 6783 (22313001)

THE DIRECTORS
QL2 EUROPE LIMITED
QL SOFTWARE INC
316 OCCIDENTAL AVENUE S
SUITE 410 SEATTLE
WA 98104 UNITED STATES

Statement for 1 Jan - 1 Feb 2010

Statement sheet 75 (issued on 2 Feb 2010)

Balance from 31 Dec 2009	5,852.12
Total payments - incl. commission & interest	18,907.28
Commission charges	0.00
Interest paid	0.00
Total receipts	15,727.70
Balance as at 1 Feb	2,672.54

IBAN GB91 BARC 2065 6320 1182 30

SWIFTBIC BARCGB22

Transactions in date order

Date	Description	Payments	Receipts	Balance
	Balance brought forward			5,852.12
5 Jan	On-line Banking bill payment to Turbervilles Client Ref-43 High Str Marlow	1,053.00		4,799.12
14 Jan	On-line Banking bill payment to Deriaz Slater Lip Ref-43 High St RM 2	939.35		3,859.77
18 Jan	On-line Banking bill payment to AO Shipley Ref-120PE00219836	4,032.29		
	Correction to AO Shipley 120PE00219836 We apologise for this error on your account which we have corrected. You have not been charged for either of these entries.		4,032.29	3,859.77
21 Jan	AFTS receipt from QL2 Software Inc 505278 WFBILUS6S		11,695.41	15,555.18
22 Jan	On-line Banking bill payment to AO Shipley Ref-120PE00219836	4,032.29		11,522.89
25 Jan	Direct debit to Regus Treasury Ref-4088858	391.39		11,131.50
28 Jan	Direct debit to Standard Life A Co Ref-K215835000R02MM28	765.00		
	On-line Banking bill payment to B Bokan Tonic Ref-Salary	536.28		
	On-line Banking bill payment to Billis Ford Ref-Expenses	2,379.45		
	On-line Banking bill payment to Thomas Laveau Ref-Salary	4,778.23		2,672.54
1 Feb	Balance carried forward			2,672.54
	Total Payments/Receipts	18,907.28	15,727.70	

Continued

Business Current Account Statement

BARCLAYS

Account name QLS EUROPE LIMITED

Statement sheet 76 (issued on 2 Feb 2010)

Account number 30118230

Sort Code 20-65-63

254 2 of 2 GR01PRA1 656X1225130011

Transactions in date order

Date	Description	Payments	Receipts	Balance
<i>Continued</i>				

Dispute Resolution

If you have a problem with your agreement, please try to resolve it with us in the first instance. If you are not happy with the way in which we handled your complaint or the result, you may be able to complain to the Financial Ombudsman Service. If you do not take up your problem with us first you will not be entitled to complain to the Ombudsman. We can provide details of how to contact the Ombudsman.

Barclays Base Rate Information

Rate effective from 05 Mar 2009

0.500%



WELLS FARGO BANK, N.A.
WASHINGTON BBG
P.O. BOX 9995
PORTLAND, OR 97228-6995

Page 1 of 4

1,092

(CO120)

Account Number:
Statement Start Date:
Statement End Date:

5151
01/08/10
01/31/10

QL2 SOFTWARE, INC.
316 OCCIDENTAL AVE S STE 410
SEATTLE WA 98104-2874

For Customer Assistance:
Call 800-325-3935 (1-800-CALL-WELLS).

Account Number	Beginning Balance	Total Credits	Total Debits	Ending Balance
Choice IV Commercial Checking 5128756151	47,761.33	574,406.97	- 520,835.22	101,333.08

News from Wells Fargo

Credits Deposits

Effective Date	Posted Date	Amount	Transaction Detail
	Jan 13	6,434.00	Deposit
	Jan 19	150,000.00	Deposit
	Jan 25	15,203.25	Deposit
	Jan 27	13,773.26	Deposit
	Jan 28	18,000.00	Deposit
	Jan 29	9,700.00	Deposit
		213,110.51	Total Deposits

Electronic Deposits/ Bank Credits

Effective Date	Posted Date	Amount	Transaction Detail
	Jan 08	35,000.00	WT Fed#08247 Banco Do Brasil S /Org=vrg Linha Aereas S.A. Srl# 0108432472008368 Trn#100108041680 Rfb#
	Jan 08	30,000.00	Newarkinone Payment GE*1*648UEA*1*000001734
	Jan 08	5,485.00	WT Fed#00151 Ing Belgium SA Nv /Org=nv Jetair Srl# 586060008Fs Trn#100108012485 Rfb# Swl 01 10/01/08
	Jan 08	20,000.00	Online Transfer Ref #5558257GB6 From 5612968791 On 01/08/2010 0135 PM
	Jan 11	3,937.50	WT Fed#00522 Axis Bank Limited /Org=spicejet Limited Srl# FTS1001112513300 Trn#100111015651 Rfb#
	Jan 12	13,450.00	Smith Travel QL2 011210 QL2 Quarterly Commissions
	Jan 12	5,000.00	WT Fed#02504 Ryanair Limited /Org=ryanair Limited Srl# 0117900012 Trn#100112045813 Rfb# Epl 01 10/01/12

Continued on next page



125UE0251000190101104101010

Monthly Financial Report

Case No. 10-10209
Debtor: QL2 Software, Inc.
Report Mo/Yr Jan 12-31, 2010

UST-15 - AGED RECEIVABLES SUMMARY**Accounts Receivable Aging**

	Balance at month end	Current portion	Past due 31-60 days	Past due 61-90 days	Past due over 90 days	Uncollectible receivables
Pre-petition A/R	\$430,424.02	\$326,325.27	\$12,568.25	\$5,250.00	\$86,280.50	\$0.00
Post-petition A/R	\$1,534,840.98	\$1,534,840.98	\$0.00	\$0.00	\$0.00	\$0.00
TOTALS	\$1,965,265.00	\$1,861,166.25	\$12,568.25	\$5,250.00	\$86,280.50	\$0.00

Explain what efforts the debtor made during this reporting month to collect receivables over 60 days past due.

A rigorous dunning cycle is in place to follow-up on each past-due invoice including notices, phone-calls and termination of service.

Does the debtor have any accounts receivable due from an officer, director, partner, or other insider of the debtor?

No.

Accounts Receivable Reconciliation

Closing balance from prior month	\$981,235.78
New A/R added this month	\$1,655,229.45
Subtotal	\$2,636,465.23
Less A/R collected	(\$575,652.73)
Less A/R written-off	(\$95,547.50)
Closing balance for current month	\$1,965,265.00

UST-15A

Monthly Financial Report

Case No. 10-10209
Debtor: QL2 Software, Inc.
Report Mo/Yr Jan 12-31, 2010

UST-15B - AGED RECEIVABLES DETAIL

	Pre-Petition	Post-Petition	Total
Current	0.00	1,534,840.98	1,534,840.98
1 - 30 days past due	326,325.27	0.00	326,325.27
31 - 60 days past due	12,568.25	0.00	12,568.25
61 - 90 days past due	5,250.00	0.00	5,250.00
91 or more days past due	86,280.50	0.00	86,280.50
	430,424.02	1,534,840.98	1,965,265.00

Category	Date	Pre/Post Petition	Type	Num	Customer	Due Date	Open Balance
							1,965,265.00
91 or more days past due	4/1/08	pre-petition	Invoice	5597	Expedia, Inc.	04/01/2006	6,386.00
91 or more days past due	11/1/08	pre-petition	Invoice	6567	Jameco Electronics	11/01/2008	5,750.00
91 or more days past due	11/1/08	pre-petition	Invoice	6245	Temis S.A.	11/01/2008	11,932.00
91 or more days past due	12/1/08	pre-petition	Invoice	6582	APX	12/01/2008	12,512.50
91 or more days past due	2/26/09	pre-petition	Invoice	6642	Sanofi-Aventis	02/26/2009	20,000.00
91 or more days past due	7/1/09	pre-petition	Invoice	6750	Air France	07/01/2009	13,500.00
91 or more days past due	9/1/09	pre-petition	Invoice	6797	Santa Barbara Airlii	10/01/2009	16,200.00
61 - 90 days past due	11/1/09	pre-petition	Invoice	6859	EL AL Israel Airline	12/01/2009	5,250.00
31 - 60 days past due	11/13/09	pre-petition	Invoice	6861	Mark Travel Corpor	12/13/2009	4,800.00
31 - 60 days past due	11/17/09	pre-petition	Invoice	6862	Orbitz	12/17/2009	4,000.00
31 - 60 days past due	12/1/09	pre-petition	Invoice	6805BF	US Probate Leads	12/31/2009	3,768.25
1 - 30 days past due	12/8/09	pre-petition	Invoice	6721CD	Eurostar	01/07/2010	6,277.53
1 - 30 days past due	12/15/09	pre-petition	Invoice	6756CC	HealthMarkets, Inc.	01/14/2010	3,750.00
1 - 30 days past due	12/17/09	pre-petition	Invoice	6873	Carquest	01/16/2010	1,000.00
1 - 30 days past due	12/17/09	pre-petition	Invoice	6872AB	Mark Travel Corpor	01/16/2010	27,546.74
1 - 30 days past due	12/17/09	pre-petition	Invoice	6871AD	Sears Holding Corp	01/16/2010	14,250.00
1 - 30 days past due	12/19/09	pre-petition	Invoice	6671DH	Corsair	01/18/2010	2,875.00
1 - 30 days past due	12/23/09	pre-petition	Invoice	6607BC	INPUT	01/22/2010	31,400.00
1 - 30 days past due	12/28/09	pre-petition	Invoice	6787BB	JetStar Airways	01/27/2010	30,000.00
1 - 30 days past due	12/30/09	pre-petition	Invoice	6611BC	Air Europa Lineas	01/29/2010	139,370.67
1 - 30 days past due	12/31/09	pre-petition	Invoice	6407CC	Merck	01/30/2010	55,000.00
1 - 30 days past due	12/31/09	pre-petition	Invoice	6350DF	SkyExpress	01/30/2010	14,855.33
Current	1/31/10	post-petition	Invoice	6562BC	Air Bulgaria	03/02/2010	45,818.33
Current	1/31/10	post-petition	Invoice	6893	Air France	03/02/2010	27,000.00
Current	1/31/10	post-petition	Invoice	6201EF	Air Italy	03/02/2010	20,338.40
Current	1/31/10	post-petition	Invoice	6430DF	Air Pacific	03/02/2010	3,000.00
Current	1/31/10	post-petition	Invoice	6629BB	Aviation Analytics	03/02/2010	12,000.00
Current	1/31/10	post-petition	Invoice	6846BD	British Midland Airv	03/02/2010	12,945.50
Current	1/31/10	post-petition	Invoice	6759AC	Brussels Airlines	03/02/2010	48,842.67
Current	1/31/10	post-petition	Invoice	6886	Conducive Technol	03/02/2010	600,000.00
Current	1/31/10	post-petition	Invoice	6701DL	Expedia, Inc.	03/02/2010	60,000.00
Current	1/31/10	post-petition	Invoice	6894AB	Flybe Ltd	03/02/2010	16,150.00
Current	1/31/10	post-petition	Invoice	6637BC	Four Seasons Divis	03/02/2010	24,000.00
Current	1/31/10	post-petition	Invoice	6360GL	GoAirlines (India) F	03/02/2010	3,750.00
Current	1/31/10	post-petition	Invoice	6889	Irish Continental Gr	03/02/2010	2,180.00
Current	1/31/10	post-petition	Invoice	6696DH	Jazeera Airways	03/02/2010	15,000.00
Current	1/31/10	post-petition	Invoice	6763CF	Jet2Holidays	03/02/2010	6,000.00
Current	1/31/10	post-petition	Invoice	6806BB	JetBlue Airways	03/02/2010	21,000.00
Current	1/31/10	post-petition	Invoice	6625EF	Lightspeed Resear	03/02/2010	35,000.00
Current	1/31/10	post-petition	Invoice	6408DD	Merck	03/02/2010	55,000.00
Current	1/31/10	post-petition	Invoice	6622EH	Nielsen Mobile	03/02/2010	5,270.83
Current	1/31/10	post-petition	Invoice	6403FI	Nielsen Mobile	03/02/2010	5,500.00
Current	1/31/10	post-petition	Invoice	6175IL	Nielsen Mobile	03/02/2010	200,000.00
Current	1/31/10	post-petition	Invoice	6702DD	Overstock.com	03/02/2010	15,250.00
Current	1/31/10	post-petition	Invoice	6887	Pierre et Vacances	03/02/2010	27,600.00
Current	1/31/10	post-petition	Invoice	6883AB	Pleasant Holidays	03/02/2010	15,000.00
Current	1/31/10	post-petition	Invoice	6800FL	Porter Airlines	03/02/2010	1,334.00
Current	1/31/10	post-petition	Invoice	6563CD	Priceline	03/02/2010	64,670.00
Current	1/31/10	post-petition	Invoice	6885AD	Rainmaker Group	03/02/2010	7,087.50
Current	1/31/10	post-petition	Invoice	6512FL	Rent Marketer	03/02/2010	6,553.75
Current	1/31/10	post-petition	Invoice	6890	Target Corp.	03/02/2010	2,500.00
Current	1/31/10	post-petition	Invoice	6892	Target Corp.	03/02/2010	11,250.00
Current	1/31/10	post-petition	Invoice	6072JL	UniGroup Inc.	03/02/2010	5,750.00
Current	1/31/10	post-petition	Invoice	6888AB	VEGAS.com	03/02/2010	22,800.00
Current	1/31/10	post-petition	Invoice	6895	Volaris	03/02/2010	45,000.00

UST-15B

Category	Date	Pre/Post Petition	Type	Num	Customer	Due Date	Open Balance
Current	1/31/10	post-petition	Invoice	6891	Wartsila Corporatic	03/02/2010	14,250.00
Current	1/31/10	post-petition	Invoice	6732BC	Wolters Kluwer He	03/02/2010	60,000.00
Current	1/31/10	post-petition	Invoice	6329HH	Worldspan	03/02/2010	7,500.00
Current	1/31/10	post-petition	Invoice	6882	Ziff Brothers	03/02/2010	4,500.00
Current	1/31/10	post-petition	Invoice		Lightspeed Research Inc.		5,000.00

UST-15B

Monthly Financial Report

Case No. 10-10209

Debtor: QL2 Software, Inc.

Report Mo/Yr Jan 12-31, 2010

UST-16A - STATEMENT OF POST-PETITION PAYABLES - PART A - TAXES

At the end of this reporting month, the debtor did not have any unpaid post-petition taxes which includes both current and delinquent tax obligations.

Check here if the debtor asserts the statement is correct, and skip to UST-16B.

X

UST-16A

Monthly Financial Report

Case No. 10-10209
Debtor: QL2 Software, Inc.
Report Mo/Yr Jan 12-31, 2010

UST-16B - STATEMENT OF POST-PETITION PAYABLES - PART B - OTHER PAYABLES**Reconciliation of Post-Petition Payables** (excluding taxes and professional fees)

Closing balance from prior month	\$604,862.00
New payables added this month	<u>\$103,186.57</u>
Subtotal	\$708,048.57
Less payments made this month	<u>(\$51,948.00)</u>
Closing balance for this reporting month	<u><u>\$656,100.57</u></u>

Breakdown of Closing Balance by Age

Current portion	\$104,395.73
Past due 1-30 days	\$551,704.84
Past due 31-60 days	\$0.00
Past due 61-90 days	\$0.00
Past due over 90 days	\$0.00
Total	<u><u>\$656,100.57</u></u>

For A/P more than 30 days past due, explain why payment has not been made.

UST-16B

Monthly Financial Report
Case No. 10-10209
Debtor: QL2 Software, Inc.
Report Mo/Yr Jan 12-31, 2010

UST-16C - STATEMENT OF POST-PETITION PAYABLES - PART C - ESTIMATED PROFESSIONAL FEES

Type	Amount of retainer (if applicable)	Fees and expenses from prior months	Fees and expenses added this month	Total estimated fees and expenses at month end	Explanation
Debtor's counsel	0.00	0.00		0.00	
Debtor's accountant	0.00	0.00	5,018.72	5,018.72	Denali Financial Consulting
Debtor's accountant	0.00	0.00	2,080.00	2,080.00	Edwin A. Maurer
Debtor's other professional (explain)	0.00	0.00	14,040.00	14,040.00	Mark Rostron (IT Consultant)
Trustee's counsel	0.00	0.00		0.00	
Creditor's Committee Counsel	0.00	0.00		0.00	
Creditor's committee other professional (explain)	0.00	0.00		0.00	
Total estimated post-petition professional fees and costs	0.00	0.00	21,138.72	21,138.72	

UST-16C

Monthly Financial Report
Case No. 10-10209
Debtor: QL2 Software, Inc.
Report Mo/Yr Jan 12-31, 2010

UST-17 - OTHER INFORMATION

Question No.	Title	Yes	No								
1	Sale or Abandonment of the Debtor's Assets Did the debtor, or another party on behalf of the debtor, sell transfer or otherwise dispose of any of the debtors assets during the reporting month?		X								
2	Financing During the reporting month, did the debtor receive any funds from an outside source?		X								
3	Insider Loans/Capital Contributions During the reporting month, did the debtor receive any funds from an office, director, partner, or other inside contributor?		X								
4	Insurance and Bond Coverage Did the debtor renew, modify, or replace any insurance policies during the reporting month? Were any insurance policies canceled or otherwise terminated for any reason during the reporting month? Were any claims made during the reporting month against the debtor's bond? (Answer "No" if the debtor is not required to have a bond).		X X								
5	Personnel Changes Number of employees at beginning of month Employees added Employees resigned/terminated Number of employees at end of month Gross monthly payroll and taxes		<table><tr><th>Full-time</th><th>Part-time</th></tr><tr><td>167</td><td></td></tr><tr><td>(2)</td><td></td></tr><tr><td>165</td><td>0</td></tr></table> \$423,909	Full-time	Part-time	167		(2)		165	0
Full-time	Part-time										
167											
(2)											
165	0										
6	Significant Events Explain any significant new developments during the reporting month. The Company has worked with key customers to help them understand the Chapter 11 filing. In more than 30 calls, each customer has been supportive and cooperative.										
7	Case Progress Explain what progress the debtor made during the reporting month toward confirmation of a plan of reorganization. The Company has engaged with three (3) different DIP financing institutions and has received positive confirmations from two (2) along with draft term sheets.										

QL2 Software, Inc.

Account Number:
Statement End Date:5128756151
01/31/10**Debits****Electronic Debits/ Bank Debits**

Effective Date	Posted Date	Amount	Transaction Detail
	Jan 08	65,000.00	WT Fed#00143 Key Bank /Ftr/Bnf=ktc Pooled
			Italia Trust Srf# IN10010313314569
			Trn#100108074637 Rfb# 000000029
	Jan 08	182.40	Adp Payroll Fees Adp - Fees 100108 10R9W
			7243683 QL2
	Jan 13	54.00	Bankcard Discount Fee - 0481702329
	Jan 13	41.31	Bankcard Fee - 0481702329
	Jan 13	0.02	Bankcard Interchange Fee - 0481702329
	Jan 15	16.95	Online P/R Flatfee QL2 Software, Inc. 0HQ8
	Jan 19	65,820.14	WT Fed#03859 Deutsche Bank Trus /Ftr/Bnf=adp
			Payroll Deposit Srf# IN10011913575602
			Trn#100119112962 Rfb# 000000030
	Jan 20	244.59	Client Analysis Svc Chrg 100119 Svc Chge 1209
			000005128756151
	Jan 20	25,000.00	// Wire For 1126532.85 Inr @ .022191
	Jan 20	19,459.99	// Wire For 11895.41 Gbp @ 1.5639
	Jan 21	5,986.75	NW Trust Contrib 040-80173 QL2 Software
	Jan 21	83.10	Flex Plan Servc Payments QL2 Invoice #149372\
	Jan 22	470.98	Adp Payroll Fees Adp - Fees 100122 10R9W
			8030936 QL2
	Jan 27	53,150.06	WT Fed#00797 Deutsche Bank Trus /Ftr/Bnf=adp
			Payroll Deposit Srf# IN10012713262581
			Trn#100127080144 Rfb# 000000031
	Jan 28	1,216.90	Flex Plan Servc Payments QL2 Contribution -
			12/31/09\
	Jan 29	150.00	Adp Payroll Fees Adp - Fees 100129 10R9W
			8364795 QL2
		238,857.81	Total Electronic Debits/ Bank Debits

Checks Paid

Check #	Date	Amount	Check #	Date	Amount	Check #	Date	Amount
5297	Jan 13	100.00	5358	Jan 25	2,500.00	5525	Jan 19	1,744.93
5299*	Jan 13	76.20	5500*	Jan 15	7,275.91	5526	Jan 20	2,487.36
5305*	Jan 12	2,344.28	5501	Jan 20	2,057.70	5527	Jan 19	1,890.80
5327*	Jan 27	7,350.00	5502	Jan 20	1,836.34	5528	Jan 19	2,512.47
5335*	Jan 11	400.00	5503	Jan 15	2,946.45	5529	Jan 19	3,223.72
5338*	Jan 11	160.00	5504	Jan 15	2,826.79	5530	Jan 19	3,208.44
5339	Jan 13	1,031.68	5505	Jan 19	1,189.46	5531	Jan 15	1,777.07
5340	Jan 08	4,131.77	5506	Jan 19	5,222.40	5532	Jan 19	5,295.12
5341	Jan 12	253.63	5507	Jan 19	2,377.65	5533	Jan 20	3,156.25
5342	Jan 21	179.89	5508	Jan 15	2,424.63	5534	Jan 20	1,581.37
5343	Jan 19	3,341.76	5509	Jan 19	3,830.90	5535	Jan 25	1,983.16
5344	Jan 13	90.00	5510	Jan 20	4,203.63	5536	Jan 21	4,283.18
5345	Jan 11	81.00	5511	Jan 15	1,187.35	5537	Jan 19	2,839.36
5346	Jan 08	72.00	5512	Jan 19	1,836.14	5538	Jan 19	1,730.90
5347	Jan 11	2,959.48	5513	Jan 28	1,829.94	5539	Jan 21	2,849.14
5348	Jan 11	126.00	5514	Jan 19	2,637.72	5540	Jan 19	2,392.26
5349	Jan 11	363.00	5515	Jan 15	4,200.04	5541	Jan 19	3,541.05
5350	Jan 11	82.00	5516	Jan 21	5,226.72	5542	Jan 19	1,760.83
5351	Jan 11	87.78	5517	Jan 19	2,811.07	5543	Jan 20	1,642.26
5352	Jan 11	1,058.50	5518	Jan 19	1,969.43	5544	Jan 22	2,062.94
5353	Jan 14	134.99	5519	Jan 22	3,629.74	5545	Jan 19	2,513.42
5355*	Jan 19	90.00	5520	Jan 19	2,916.83	5546	Jan 21	1,914.37
5356	Jan 12	8,820.00	5521	Jan 19	1,872.09	5547	Jan 21	10,950.00
5357	Jan 11	26,876.75	5523*	Jan 20	2,889.65	5548	Jan 26	15,256.00
5358	Jan 11	3,000.00	5524	Jan 15	2,790.00	5549	Jan 25	19,370.00

Continued on next page



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